

TARBOX LAW, P.C.2301 Broadway
Lubbock, TX 79401

Invoice submitted to:
American Housing Foundation
c/o Walter O'Cheskey
P.O. Box 64456
Lubbock, TX 79464

June 07, 2010

Invoice #116

Professional Services

	<u>Hrs/Rate</u>	<u>Amount</u>
4/27/2010 MRT	1.00	350.00
Review of Creditor's Committee Disclosure Statement	350.00	
MRT	2.50	875.00
Court Appearance for Hearing - Attended Status Conference. Met with attorneys to get case background. Met with W. O'Cheskey to plan trips	350.00	
4/28/2010 MRT	2.00	700.00
Meeting with W. O'Cheskey to discuss case. Talked to various parties RE: acquiring services for property management and analysis	350.00	
MRT	4.00	1,400.00
Meeting with D. Langston and teleconference with David Mullin to get background of case	350.00	
MRT	1.00	350.00
Review of Creditors Committee Disclosure Statement	350.00	
4/29/2010 MRT	1.00	350.00
Meeting with W. O'Cheskey to set up trips for next week	350.00	
MRT	0.83	291.67
Prepared and filed Motion for Trustee to Operate Business	350.00	

American Housing Foundation

Page 2

		<u>Hrs/Rate</u>	<u>Amount</u>
4/29/2010	MRT Prepared and filed Motion to Employ Attorney	0.83 350.00	291.67
	MRT Spoke with Eli Columbus RE: cash collateral order	0.17 350.00	58.33
4/30/2010	MRT Calls to Dallas attorneys to arrange appointments for next week	1.00 350.00	350.00
	MRT Phone call to Sam Boyd to set up appointment to visit	0.08 350.00	29.17
	MRT Telephone conference with D. Langston to discuss various matters: Objecting to certain unsecured creditors and subordinated claimants, and the BAC las suit involving Sam Boyd	0.33 350.00	116.67
5/3/2010	MRT Traveled to Amarillo, TX. Met with management of AHF. Met with Tom Boyd, Debtor's attorney. Reviewed documents. Met with Walter O'Cheskey to discuss case.	8.75 350.00	3,062.50
5/4/2010	MRT Met with various management personnel. Met with Bob Templeton. Met with Dusty Stockard and Ken Weston, attorneys for Mays Trust. Reviewed documents. Traveled to Lubbock, TX	7.25 350.00	2,537.50
5/5/2010	MRT Traveled to Dallas, TX. Met with Steve McCartin and Steven Lockhart at Gardere to discuss retaining them as special counsel	2.25 350.00	787.50
	MRT Met with David Langston, Attorney for unsecured creditors committee, to discuss background of case.	1.00 350.00	350.00
5/6/2010	MRT Met with Walter O'Cheskey in Dallas, TX to discuss case. Met with David Hargrove of Greystone Management to discuss possible management of contract. Met with Michelle Shiro and Tim Nichlos of Ranier American Investors to discuss Ranier claim. Met with Jay Kelley of Focus Management Group to discuss possible management contract.	7.00 350.00	2,450.00

American Housing Foundation

Page 3

		<u>Hrs/Rate</u>	<u>Amount</u>
5/6/2010 MR	Receipt of Motion for Continuance of hearing on Obj to Carpenter claim by Spectors office; responded to inform that MRT would not return to office until May 10, 2010 to sign order	0.25 75.00	18.75
5/7/2010 MRT	Traveled to Ft. Worth, TX. Met with Frank Elmer, Taylor McConkie and Kim Mayfield to discuss HUD position and claim. Met with Gardere to discuss representation of Trustee. Met with Grey Lowery to discuss claims of MMA and THFC. Met with Eli Columbus and officers of Texas Capital Bank to discuss TCB positions and claims. Travel back to Lubbock, TX	8.50 350.00	2,975.00
5/8/2010 MRT	Reviewed contact information for parties met in Dallas, TX	1.00 350.00	350.00
5/10/2010 MRT	Talked to O'Cheskey re: his conversation with U.S. Trustee's office on need for motion to recind order delegating authority to Creditors Committee.	0.17 350.00	58.33
MRT	Reviewed employment documents prepared by Focus Management Group.	0.25 350.00	87.50
MRT	Talked to Don Rector, atty for Fannie May, re: its position in bankruptcy case.	0.17 350.00	58.33
MRT	Meeting with O'Cheskey to discuss case. Talked to parties at Focus Management Group to discuss retaining their services.	1.17 350.00	408.33
MRT	Prepared and filed Notices of Appearances in the following adversaries: Templeton v., Happy State Bank; HUD v. Happy State Bank; SLP, MMA et al. v. Happy State Bank; and Templeton v. AHF et al.	1.33 350.00	466.67
MRT	Talked to Greg Wilkes, atty for Bank of America, re: status of suit. Reported to O'Cheskey. E-mailed Wilkes to set up meeting.	0.25 350.00	87.50

American Housing Foundation

Page 4

		<u>Hrs/Rate</u>	<u>Amount</u>
5/10/2010 MR	Receipt of e-mail from Charlotte O'Cheskey requesting appearances for MRT and WO in pending adversary cases; met with MRT re: same.	0.30 75.00	22.50
MR	Met with MRT re: claims and UCC's Amended Schedule F reflecting all claims as disputed; need to track prior objections to claims and provide report to MRT.	0.30 75.00	22.50
MR	Receipt of 17 objections to claims by UCC to claim of HD Supply; calendared response deadlines and hearing date; reviewed same with MRT.	0.50 75.00	37.50
MR	Logged onto PACER and printed docket reports on all pending adversary cases; met with MRT to determine filing of notices of appearances.	0.50 75.00	37.50
MR	Phone call to Bankruptcy Clerk's office re: problems filing notices of appearances in all adversaries for MRT and then adding WO as a party in interest; phone call to Charlotte.	0.40 75.00	30.00
5/11/2010 MRT	Talked to John Sims re: upcoming cases docketed for hearings.	0.50 350.00	175.00
MRT	Worked on preparing for May 18 docket to arrange for continuances. Talked to attorneys for BAC Countrywide. Talked to David Langston and Joe Lovell.	2.50 350.00	875.00
MRT	Talked to O'Cheskey re: his meeting with the AHF staff.	0.25 350.00	87.50
MRT	Worked on draft of Application to Employ Gardere Wynne.	0.83 350.00	291.67
MR	E-mail to Charlotte requesting information on funds in court registry. Phone call from WO with information.	0.30 75.00	22.50

American Housing Foundation

Page 5

		<u>Hrs/Rate</u>	<u>Amount</u>
5/12/2010	MRT	1.00	350.00
	Met with Langston to discuss case background.	350.00	
	MRT	1.00	350.00
	Conference call with O'Cheskey, Tom Boyd, AFH staff re: Keys Equipment Fund Claim. Conference with Mary Fran Durham re: hearing on ADF Development,	350.00	
	MRT	0.25	87.50
	Talked to Steven Lockhart and Marcus Helt re: issues related to motion to consolidate AHF and AHF Development.	350.00	
	MRT	0.58	204.17
	Talked to David Langston and O'Cheskey re: several matters including the Key Enterprise claim and the Motion to Consolidate with AHFD.	350.00	
	MRT	1.00	350.00
	Prepared Motion to Authorize Trustee to Pay Franchise Taxes.	350.00	
5/13/2010	MRT	0.17	58.33
	Talked to Greg Lowry re: Motion for Trustee to Operate Business.	350.00	
	MRT	0.17	58.33
	Talked to Joe Lovell re: status of continuance of hearing on fees.	350.00	
	MRT	0.50	175.00
	Talked to Tom Boyd, then to Walter O'Cheskey and Mary Fran Durham re: issues re: substantial consolidation of AHF and AHFD.	350.00	
5/14/2010	MRT	2.50	875.00
	Meeting with Walter to discuss case. Discuss Mays Trust issues. Also discuss AHFD. Also had conversation with David Langston re: same issues.	350.00	
	MRT	1.00	350.00
	Conversation with Marcus Helt re; tax issues re: to non-profit status.	350.00	
	MR	6.00	450.00
	Phone call with MRT re: service of Motion to Employ Co-Counsel; review of PACER service list to remove all duplicated service; created new mailing matrix for mailing purposes; worked on service of Motion to all parties in	75.00	

American Housing Foundation

Page 6

		<u>Hrs/Rate</u>	<u>Amount</u>
	interest		
5/17/2010	MRT	3.00 350.00	1,050.00
	Reviewed Bank of America Petition. Meeting with Greg Wilkes and Ellen Sessions, attorneys for Bank of America, and Walter O'Cheskey to discuss Debtor's suit against Bank of America. Meeting with Rick Canup of Coldwell Banker to discuss marketing of apartment units.		
	MRT	1.00 350.00	350.00
	Worked on Motions for Continuance of hearings. Called affected attorneys.		
	MR	2.00 75.00	150.00
	Review drafts of various Motions to continue hearings set for May 18, 2010; compared to hearing docket; made changes; made phone calls to MRT; phone call to USBC;		
	MRT	1.50 350.00	525.00
	Prepared orders granting continuances to Motions to continue hearings set for May 18, 2010		
	MR	0.60 75.00	45.00
	Worked on Notice of correct address to USBC; met with MRT re: same.		
	MRT	0.50 350.00	175.00
	Finalized Motions to Continue hearings set for May 18, 2010 and filed them with the USBC		
	MRT	0.50 350.00	175.00
	Review Debtor's claims against Bank of America.		
	MR	2.00 75.00	150.00
	Organized file for MRT to use at hearings on May 18, 2010.		
	MR	0.30 75.00	22.50
	Met with MRT re: continuance request by Spector's office; e-mailed signed Agreed Order granting continuance to Holly Rogers in Spector's office.		
	MRT	1.20 350.00	420.00
	Preparation of Motion and Order to continue hearing on Motion for Admin Claim filed in Adversary No. 09-2005		

American Housing Foundation

Page 7

		<u>Hrs/Rate</u>	<u>Amount</u>
5/18/2010 MR	Phone calls from Pam in USBC re: orders continuing hearings	0.20 75.00	15.00
MRT	Travel to Amarillo (2 hrs. billed at half time). Attended staff meeting. Met with financial analyst group. Met with staff members. Prepared for hearings. Attended docket call. Continued meetings with staff.	8.50 350.00	2,975.00
5/19/2010 MRT	Meeting with staff members to review claims. Met with group to discuss pleadings to hire financial analyst. Met with attorneys to discuss litigation with Happy State Bank. Met with attorneys at Mullin Hoard & Brown to discuss case, including consolidation issues. Travel to Lubbock (2hrs. billed at half time)	6.00 350.00	2,100.00
5/20/2010 MRT	Preparation of Notice of Correct Address of US Bankruptcy Court; noticed same to all creditors and parties in interest	1.20 350.00	420.00
MRT	Telephone call with Greg Lowry, atty for MMA,	0.40 350.00	140.00
5/21/2010 MR	Receipt and review of documents from MRT and Richard John; various phone calls with MRT re: signatures from Tim Pruban and WO.	0.75 75.00	56.25
5/24/2010 MRT	Talked to O'Cheskey re: certain pending problems with insurance and dealing with the Brandywine property.	0.15 350.00	52.50
MRT	Prepared and filed Notice setting hearing on Motion for Trustee to Operate Business.	0.60 350.00	210.00
MR	Review of revised motion, declaration, and order to employ focus management group from GWS; made necessary corrections to comply with local rules; prepared for mailout of same.	1.00 75.00	75.00
MRT	Talked to Steven Lockhart re: status of Complaints involving AHF.	0.20 350.00	70.00

American Housing Foundation

Page 8

		<u>Hrs/Rate</u>	<u>Amount</u>
5/24/2010	MRT	0.15	52.50
	Talked to Matt Hurt, attorney for the Sterquells re: the Insurance settlement.	350.00	
	MRT	0.25	87.50
	Talked to Robert Templeton re: status of various matters in the case.	350.00	
	MRT	0.25	87.50
	Talked to Kerry McLain, attorney for Rick Crawford, re: getting information on Brandywood.	350.00	
	MRT	0.50	175.00
	Talked to Steve McCartin re: discussing upcoming adversaries.	350.00	
	MR	0.75	56.25
	Reviewed billing statement to be used with fee application.	75.00	
5/25/2010	MRT	0.15	52.50
	Talked to Mike Clark of UAH Housing to set up meeting to discuss management of properties.	350.00	
	MRT	0.15	52.50
	E-mail to OCheskey re: UAH Managment and talked to Kent Hale re: Glass Ragner Management Company.	350.00	
	MRT	0.40	140.00
	Talked to Walter O'Cheskey re: Brandywood issues.	350.00	
	MR	1.50	112.50
	Updated and organized file with current pleadings, etc. and materials from MRT's meetings in Amarillo last week.	75.00	
	MRT	0.40	140.00
	Phone conversation Marc Schneider and Walter O'Cheskey re: Brandwood escrow agreement.	350.00	
5/26/2010	MRT	1.20	420.00
	Meeting with David Langston to discuss status of case.	350.00	

American Housing Foundation

Page 9

		<u>Hrs/Rate</u>	<u>Amount</u>
5/26/2010	MRT	0.60	210.00
	Prepared and filed Motion to Shorten Notice of Hearing for Gardere Wynn.	350.00	
	MRT	1.20	420.00
	Prepared Motions to Shorten Hearing time on motions to appoint special counsel and asset manager group.	350.00	
	MR	0.50	37.50
	Worked on mailout of motions to shorten notice and set expedited hearings on Motions to Employ GWS and Focus Management Group	75.00	
5/27/2010	MRT	1.50	525.00
	Meeting with Gardere attorneys to discuss issues pertaining to upcoming hearings.	350.00	
	MR	1.00	75.00
	Sorted and organized information from MRT's meeting with WO and GWS.	75.00	
	MR	0.30	22.50
	Met with MRT re: premiums to be paid to Commercial Insurance Solutions Group; Phone call to Alvin Johnson to requesting additional information on insurance premiums to be paid.	75.00	
	MR	0.50	37.50
	Begin work on Motion for compensation of trustee counsel.	75.00	
	MRT	6.00	2,100.00
	Meeting with Gardere attorneys and Walter O'Cheskey to discuss pending litigation matters.	350.00	
	MRT	0.75	262.50
	Research and review cases on Motion to Reimburse Pre-petition creditors.	350.00	
5/28/2010	MRT	0.25	87.50
	E-mail to Gardere discussing the objection to be filed against the motion to reimburse pre-petitioning creditors.	350.00	
	MRT	0.50	175.00
	Prepared and filed Certificate of Service on Orders Shortening Time to Hire Professionals.	350.00	

American Housing Foundation

Page 10

		<u>Hrs/Rate</u>	<u>Amount</u>
5/28/2010	MRT	1.00	350.00
	Prepared and filed a Motion to Registry Funds to pay insurance premiums.	350.00	
	MRT	0.15	52.50
	Talked to Marc Schneider, attorney for the City of Pasadena, re: status of Brandywood escrow settlement. Reported to O'Cheskey.	350.00	
6/1/2010	MRT	0.17	58.33
	Talked to Greg Lowry re: MMA positions on order to operate and hiring Focus Management.	350.00	
6/2/2010	MRT	0.20	70.00
	Talked to March Schneider, attorney for the City of Pasadena, re: status of Brandywood settlement.	350.00	
	MRT	3.00	1,050.00
	Meeting with Walter O'Cheskey to discuss case and upcoming hearings. Also talked to Eli Columbus, David Langston, Greg Lowery and others.	350.00	
6/3/2010	MRT	1.00	350.00
	Preparation for and participation in teleconference re: discussion of Brandywood apartments with the following participants: Eli Columbus and Ed Peterson for Texas Capital Bank, Marc Schnedier for the City of Pasadena, and Walter O'Cheskey, the Trustee.	350.00	
	MRT	0.60	210.00
	Teleconference with Frank Elmer with HUD re: Brandywood.	350.00	
	MR	1.50	112.50
	Search and review of PACER records in effort to locate bankruptcy schedules for the Debtor; phone call to Mitzi in David Langston's office re: same; found and printed original schedules and SOFA.	75.00	
	MRT	0.80	280.00
	Letter to the Texas Dept of Housing responding to its letter to AHF regarding the Brandywood problems.	350.00	
6/4/2010	MRT	1.78	623.00
	Meeting with Mike Clark of UAH Housing Management to discuss his company managing property.	350.00	

American Housing Foundation

Page 11

		<u>Hrs/Rate</u>	<u>Amount</u>
6/4/2010	MR	0.30	22.50
	Research request made by Dusty Stockard re: service upon his client, May Trusts, compared service list; results to MRT.	75.00	
	MRT	0.20	70.00
	Letter to Dusty Stockard, attorney for Mays Trusts, with results of addresses found on PACER matrix.	350.00	
	MR	0.40	30.00
	Updated billing through 6-4-10 to finalize interim fee application	75.00	
6/6/2010	MRT	1.50	525.00
	Worked on first Interim Motion for Allowance of Fees and Expenses.	350.00	
6/7/2010	MRT	0.17	58.33
	Talked to Steve McCartin re: meeting in Dallas and June 10	350.00	
	MRT	0.30	105.00
	Talked to Patricia Murphy of Texas Dept. of Housing and Community Affairs re: resolving tenant issues. Discussed matter with Walter O'Cheskey.	350.00	
	MRT	0.70	245.00
	Conversations with David Langston, Walter O'Cheskey and Steve McCarten re: arranging for meeting between Trustee and attorneys for USCC. Also discussed Trustee's motion to continue creditors' disclosure statement hearing.	350.00	

For professional services rendered

138.80 \$42,487.58

Additional Charges :

		<u>Qty/Price</u>	
4/30/2010	MRT	1,710	342.00
	Copying cost for April 2010	0.20	
	MRT	189	83.16
	Postage for April 2010	0.44	

American Housing Foundation

Page 12

	<u>Qty/Price</u>	<u>Amount</u>
5/10/2010 MRT	1	59.28
Reimbursement to M.Tarbox for travel expenses incurred 05/05/10 thru 05/07/2010 to Dallas, TX (taxi - \$7.00; Meals - \$22.28; Misc.- \$30.00)	59.28	
MRT	1	20.00
reimbursement to M. Tarbox for travel expenses on 05/03/10 thru 05/04/10 to Amarillo, TX (Misc. - \$20.00)	20.00	
5/18/2010 MRT	1	169.06
Reimbursement to M. Tarbox for travel expenses incurred 05/18/2010 thru 05/19/2010 to Amarillo, Texas (Mileage - \$140.00; Meals - \$9.06; Misc. - \$20.00)	169.06	
5/31/2010 MRT	1	109.21
Postage for May 2010	109.21	
MRT	8,652	1,730.40
Copying cost for May 2010	0.20	
6/4/2010 MRT	1	97.53
Postage through June 4, 2010	97.53	
MRT	915	183.00
Copies through June 4, 2010	0.20	
Total additional charges		\$2,793.64
Total amount of this bill		\$45,281.22
Balance due		\$45,281.22